



ENTERED
06/14/2017

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

<hr/>)	
In re:	)	Chapter 11
)	
GENON ENERGY, INC.,	)	Case No. 17-33695
)	
Debtor.)	
)	
Tax I.D. No. 76-0655566)	
<hr/>)	
In re:	)	Chapter 11
)	
GENON AMERICAS GENERATION, LLC,	)	Case No. 17-33696
)	
Debtor.)	
)	
Tax I.D. No. 51-0390520)	
<hr/>)	
In re:	)	Chapter 11
)	
GENON AMERICAS PROCUREMENT, INC.,	)	Case No. 17-33694
)	
Debtor.)	
)	
Tax I.D. No. 58-2588980)	
<hr/>)	
In re:	)	Chapter 11
)	
GENON ASSET MANAGEMENT, LLC,	)	Case No. 17-33697
)	
Debtor.)	
)	
Tax I.D. No. 46-0471966)	
<hr/>)	
In re:	)	Chapter 11
)	
GENON CAPITAL INC.,	)	Case No. 17-33698
)	
Debtor.)	
)	
Tax I.D. No. 51-0410053)	
<hr/>)	

<hr/>)	
In re:	)	Chapter 11
)	
GENON ENERGY HOLDINGS, INC.,	)	Case No. 17-33699
)	
Debtor.)	
)	
Tax I.D. No. 20-3538156)	
<hr/>)	
In re:	)	Chapter 11
)	
GENON ENERGY MANAGEMENT, LLC,	)	Case No. 17-33700
)	
Debtor.)	
)	
Tax I.D. No. 52-2321163)	
<hr/>)	
In re:	)	Chapter 11
)	
GENON ENERGY SERVICES, LLC,	)	Case No. 17-33701
)	
Debtor.)	
)	
Tax I.D. No. 56-2368220)	
<hr/>)	
In re:	)	Chapter 11
)	
GENON FUND 2001 LLC,	)	Case No. 17-33702
)	
Debtor.)	
)	
Tax I.D. No. 22-3850936)	
<hr/>)	
In re:	)	Chapter 11
)	
GENON MID-ATLANTIC DEVELOPMENT,	)	Case No. 17-33703
LLC,)	
)	
Debtor.)	
)	
Tax I.D. No. 58-2619458)	
<hr/>)	

<hr/>)	
In re:	)	Chapter 11
)	
GENON POWER OPERATING SERVICES	)	Case No. 17-33704
MIDWEST, INC.,)	
)	
Debtor.)	
)	
Tax I.D. No. 52-2203718)	
<hr/>)	
In re:	)	Chapter 11
)	
GENON SPECIAL PROCUREMENT, INC.,	)	Case No. 17-33705
)	
Debtor.)	
)	
Tax I.D. No. 58-2628316)	
<hr/>)	
In re:	)	Chapter 11
)	
HUDSON VALLEY GAS CORPORATION,	)	Case No. 17-33706
)	
Debtor.)	
)	
Tax I.D. No. 13-4133279)	
<hr/>)	
In re:	)	Chapter 11
)	
MIRANT ASIA-PACIFIC VENTURES, LLC,	)	Case No. 17-33707
)	
Debtor.)	
)	
Tax I.D. No. 58-2271770)	
<hr/>)	
In re:	)	Chapter 11
)	
MIRANT INTELLECTUAL ASSET	)	Case No. 17-33708
MANAGEMENT AND MARKETING, LLC,)	
)	
Debtor.)	
)	
Tax I.D. No. 01-0713248)	
<hr/>)	

<hr/>)	
In re:	)	Chapter 11
)	
MIRANT INTERNATIONAL	)	Case No. 17-33709
INVESTMENTS, INC.,)	
)	
Debtor.)	
)	
Tax I.D. No. 58-2221577)	
<hr/>)	
In re:	)	Chapter 11
)	
MIRANT NEW YORK SERVICES, LLC,	)	Case No. 17-33710
)	
Debtor.)	
)	
Tax I.D. No. (N/A))	
<hr/>)	
In re:	)	Chapter 11
)	
MIRANT POWER PURCHASE, LLC,	)	Case No. 17-33711
)	
Debtor.)	
)	
Tax I.D. No. 90-0008747)	
<hr/>)	
In re:	)	Chapter 11
)	
MIRANT WRIGHTSVILLE INVESTMENTS,	)	Case No. 17-33712
INC.)	
)	
Debtor.)	
)	
Tax I.D. No. 58-2565073)	
<hr/>)	
In re:	)	Chapter 11
)	
MIRANT WRIGHTSVILLE MANAGEMENT,	)	Case No. 17-33713
INC.)	
)	
Debtor.)	
)	
Tax I.D. No. 58-2565102)	
<hr/>)	

<hr/>)	
In re:	)	Chapter 11
)	
MNA FINANCE CORP.,	)	Case No. 17-33714
)	
Debtor.)	
)	
Tax I.D. No. 20-3958481)	
<hr/>)	
)	
In re:	)	Chapter 11
)	
NRG AMERICAS, INC.,	)	Case No. 17-33715
)	
Debtor.)	
)	
Tax I.D. No. 58-2042323)	
<hr/>)	
)	
In re:	)	Chapter 11
)	
NRG BOWLINE LLC,	)	Case No. 17-33716
)	
Debtor.)	
)	
Tax I.D. No. 58-2439347)	
<hr/>)	
)	
In re:	)	Chapter 11
)	
NRG CALIFORNIA NORTH LLC,	)	Case No. 17-33717
)	
Debtor.)	
)	
Tax I.D. No. 58-2439965)	
<hr/>)	
)	
In re:	)	Chapter 11
)	
NRG CALIFORNIA SOUTH GP LLC,	)	Case No. 17-33718
)	
Debtor.)	
)	
Tax I.D. No. 27-4426730)	
<hr/>)	

<hr/>)	
In re:	)	Chapter 11
)	
NRG CALIFORNIA SOUTH LP,	)	Case No. 17-33719
)	
Debtor.)	
)	
Tax I.D. No. 27-4427014)	
<hr/>)	
In re:	)	Chapter 11
)	
NRG CANAL LLC,	)	Case No. 17-33720
)	
Debtor.)	
)	
Tax I.D. No. 58-2415569)	
<hr/>)	
In re:	)	Chapter 11
)	
NRG DELTA LLC,	)	Case No. 17-33721
)	
Debtor.)	
)	
Tax I.D. No. 58-2441669)	
<hr/>)	
In re:	)	Chapter 11
)	
NRG FLORIDA GP, LLC,	)	Case No. 17-33722
)	
Debtor.)	
)	
Tax I.D. No. 27-4426639)	
<hr/>)	
In re:	)	Chapter 11
)	
NRG FLORIDA LP,	)	Case No. 17-33723
)	
Debtor.)	
)	
Tax I.D. No. 74-2931711)	
<hr/>)	

<hr/>)	
In re:	)	Chapter 11
)	
NRG LOVETT DEVELOPMENT I LLC,	)	Case No. 17-33724
)	
Debtor.)	
)	
Tax I.D. No. 35-2486327)	
<hr/>)	
In re:	)	Chapter 11
)	
NRG LOVETT LLC,	)	Case No. 17-33725
)	
Debtor.)	
)	
Tax I.D. No. 58-2439345)	
<hr/>)	
In re:	)	Chapter 11
)	
NRG NEW YORK LLC,	)	Case No. 17-33726
)	
Debtor.)	
)	
Tax I.D. No. 26-0870144)	
<hr/>)	
In re:	)	Chapter 11
)	
NRG NORTH AMERICA LLC,	)	Case No. 17-33727
)	
Debtor.)	
)	
Tax I.D. No. 20-4514609)	
<hr/>)	
In re:	)	Chapter 11
)	
NRG NORTHEAST GENERATION, INC.,	)	Case No. 17-33728
)	
Debtor.)	
)	
Tax I.D. No. 76-0639817)	
<hr/>)	

<hr/>)	
In re:	)	Chapter 11
)	
NRG NORTHEAST HOLDINGS, INC.,	)	Case No. 17-33759
)	
Debtor.)	
)	
Tax I.D. No. 51-0399148)	
<hr/>)	
In re:	)	Chapter 11
)	
NRG POTRERO LLC,	)	Case No. 17-33729
)	
Debtor.)	
)	
Tax I.D. No. 58-2441671)	
<hr/>)	
In re:	)	Chapter 11
)	
NRG POWER GENERATION ASSETS LLC,	)	Case No. 17-33730
)	
Debtor.)	
)	
Tax I.D. No. 27-4426390)	
<hr/>)	
In re:	)	Chapter 11
)	
NRG POWER GENERATION LLC,	)	Case No. 17-33731
)	
Debtor.)	
)	
Tax I.D. No. 27-4426207)	
<hr/>)	
In re:	)	Chapter 11
)	
NRG POWER MIDWEST GP LLC,	)	Case No. 17-33732
)	
Debtor.)	
)	
Tax I.D. No. 27-4426833)	
<hr/>)	

<hr/>)	
In re:	)	Chapter 11
)	
NRG POWER MIDWEST LP,	)	Case No. 17-33733
)	
Debtor.)	
)	
Tax I.D. No. 52-2201498)	
<hr/>)	
In re:	)	Chapter 11
)	
NRG SABINE (DELAWARE), INC.,	)	Case No. 17-33734
)	
Debtor.)	
)	
Tax I.D. No. 52-2067701)	
<hr/>)	
In re:	)	Chapter 11
)	
NRG SABINE (TEXAS), INC.,	)	Case No. 17-33735
)	
Debtor.)	
)	
Tax I.D. No. 76-0555452)	
<hr/>)	
In re:	)	Chapter 11
)	
NRG SAN GABRIEL POWER GENERATION	)	Case No. 17-33736
LLC,)	
)	
Debtor.)	
)	
Tax I.D. No. 38-3770370)	
<hr/>)	
In re:	)	Chapter 11
)	
NRG TANK FARM LLC,	)	Case No. 17-33737
)	
Debtor.)	
)	
Tax I.D. No. 26-1805302)	
<hr/>)	

<hr/>)	
In re:	)	Chapter 11
)	
NRG WHOLESale GENERATION GP LLC,	)	Case No. 17-33738
)	
Debtor.)	
)	
Tax I.D. No. 27-4426495)	
<hr/>)	
In re:	)	Chapter 11
)	
NRG WHOLESale GENERATION LP,	)	Case No. 17-33739
)	
Debtor.)	
)	
Tax I.D. No. 20-1253947)	
<hr/>)	
In re:	)	Chapter 11
)	
NRG WILLOW PASS LLC,	)	Case No. 17-33740
)	
Debtor.)	
)	
Tax I.D. No. 26-2791987)	
<hr/>)	
In re:	)	Chapter 11
)	
ORION POWER NEW YORK GP, INC.,	)	Case No. 17-33741
)	
Debtor.)	
)	
Tax I.D. No. 52-2124975)	
<hr/>)	
In re:	)	Chapter 11
)	
ORION POWER NEW YORK LP, LLC,	)	Case No. 17-33742
)	
Debtor.)	
)	
Tax I.D. No. 52-2124976)	
<hr/>)	

<hr/>)	
In re:	)	Chapter 11
)	
ORION POWER NEW YORK, L.P.,	)	Case No. 17-33743
)	
Debtor.)	
)	
Tax I.D. No. 52-2179521)	
<hr/>)	
In re:	)	Chapter 11
)	
RRI ENERGY BROADBAND, INC.,	)	Case No. 17-33744
)	
Debtor.)	
)	
Tax I.D. No. 76-0655569)	
<hr/>)	
In re:	)	Chapter 11
)	
RRI ENERGY CHANNELVIEW	)	Case No. 17-33745
(DELAWARE) LLC,)	
)	
Debtor.)	
)	
Tax I.D. No. 52-2189717)	
<hr/>)	
In re:	)	Chapter 11
)	
RRI ENERGY CHANNELVIEW (TEXAS)	)	Case No. 17-33746
LLC,)	
)	
Debtor.)	
)	
Tax I.D. No. 76-0615622)	
<hr/>)	
In re:	)	Chapter 11
)	
RRI ENERGY CHANNELVIEW LP,	)	Case No. 17-33747
)	
Debtor.)	
)	
Tax I.D. No. 76-0615623)	
<hr/>)	

<hr/>)	
In re:	)	Chapter 11
)	
RRI ENERGY COMMUNICATIONS, INC.,	)	Case No. 17-33693
)	
Debtor.)	
)	
Tax I.D. No. 76-0616444)	
<hr/>)	
In re:	)	Chapter 11
)	
RRI ENERGY SERVICES CHANNELVIEW	)	Case No. 17-33748
LLC)	
)	
Debtor.)	
)	
Tax I.D. No. 76-0615620)	
<hr/>)	
In re:	)	Chapter 11
)	
RRI ENERGY SERVICES DESERT BASIN,	)	Case No. 17-33749
LLC,)	
)	
Debtor.)	
)	
Tax I.D. No. 76-0625991)	
<hr/>)	
In re:	)	Chapter 11
)	
RRI ENERGY SERVICES, LLC,	)	Case No. 17-33750
)	
Debtor.)	
)	
Tax I.D. No. 72-1183055)	
<hr/>)	
In re:	)	Chapter 11
)	
RRI ENERGY SOLUTIONS EAST, LLC,	)	Case No. 17-33751
)	
Debtor.)	
)	
Tax I.D. No. 46-0471978)	
<hr/>)	

_____)	
In re:	)	Chapter 11
)	
RRI ENERGY TRADING EXCHANGE, INC.,	)	Case No. 17-33752
)	
Debtor.)	
)	
Tax I.D. No. 76-0642320)	
_____)	
In re:	)	Chapter 11
)	
RRI ENERGY VENTURES, INC.,	)	Case No. 17-33753
)	
Debtor.)	
)	
Tax I.D. No. 76-0387091)	
_____)	

**ORDER (I) DIRECTING JOINT ADMINISTRATION OF
RELATED CHAPTER 11 CASES AND (II) GRANTING RELATED RELIEF**
(Docket No. 2)

Upon the motion (the “Motion”)¹ of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for entry of an order (this “Order”) (a) directing the joint administration of the Debtors’ chapter 11 cases for procedural purposes only and (b) granting related relief, all as more fully set forth in the Motion; and upon the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found that it may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors’ estates, their creditors, and other parties in interest; and this Court having found that the Debtors’ notice of the Motion and opportunity for a hearing on the Motion were appropriate

¹ Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the “Hearing”); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted as set forth in this Order.
2. The above-captioned chapter 11 cases are consolidated for procedural purposes only and shall be jointly administered by this Court under Case No. 17- 33695 (DRJ). Additionally, the following checked items are ordered:

- a. ☒ One disclosure statement and plan of reorganization may be filed for all of the cases by any plan proponent.
 - b. ☒ Parties may request joint hearings on matters pending in any of the jointly administered cases.
 - c. ☒ Other: See below.
3. The caption of the jointly administered cases should read as follows:

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:)	
	)	Chapter 11
)	
GENON ENERGY, INC., <i>et al.</i> , ¹	)	Case No. 17-33695 (DRJ)
)	
Debtors.	)	(Jointly Administered)
)	

¹ The Debtors in these chapter 11 cases, along with the last four digits of each debtor’s federal tax identification number, are: GenOn Energy, Inc. (5566); GenOn Americas Generation, LLC (0520); GenOn Americas Procurement, Inc. (8980); GenOn Asset Management, LLC (1966); GenOn Capital Inc. (0053); GenOn Energy Holdings, Inc. (8156); GenOn Energy Management, LLC (1163); GenOn Energy Services, LLC (8220); GenOn Fund 2001 LLC (0936); GenOn Mid-Atlantic Development, LLC (9458); GenOn Power Operating Services MidWest, Inc. (3718); GenOn Special Procurement, Inc. (8316); Hudson Valley Gas Corporation (3279);

Mirant Asia-Pacific Ventures, LLC (1770); Mirant Intellectual Asset Management and Marketing, LLC (3248); Mirant International Investments, Inc. (1577); Mirant New York Services, LLC (N/A); Mirant Power Purchase, LLC (8747); Mirant Wrightsville Investments, Inc. (5073); Mirant Wrightsville Management, Inc. (5102); MNA Finance Corp. (8481); NRG Americas, Inc. (2323); NRG Bowline LLC (9347); NRG California North LLC (9965); NRG California South GP LLC (6730); NRG California South LP (7014); NRG Canal LLC (5569); NRG Delta LLC (1669); NRG Florida GP, LLC (6639); NRG Florida LP (1711); NRG Lovett Development I LLC (6327); NRG Lovett LLC (9345); NRG New York LLC (0144); NRG North America LLC (4609); NRG Northeast Generation, Inc. (9817); NRG Northeast Holdings, Inc. (9148); NRG Potrero LLC (1671); NRG Power Generation Assets LLC (6390); NRG Power Generation LLC (6207); NRG Power Midwest GP LLC (6833); NRG Power Midwest LP (1498); NRG Sabine (Delaware), Inc. (7701); NRG Sabine (Texas), Inc. (5452); NRG San Gabriel Power Generation LLC (0370); NRG Tank Farm LLC (5302); NRG Wholesale Generation GP LLC (6495); NRG Wholesale Generation LP (3947); NRG Willow Pass LLC (1987); Orion Power New York GP, Inc. (4975); Orion Power New York LP, LLC (4976); Orion Power New York, L.P. (9521); RRI Energy Broadband, Inc. (5569); RRI Energy Channelview (Delaware) LLC (9717); RRI Energy Channelview (Texas) LLC (5622); RRI Energy Channelview LP (5623); RRI Energy Communications, Inc. (6444); RRI Energy Services Channelview LLC (5620); RRI Energy Services Desert Basin, LLC (5991); RRI Energy Services, LLC (3055); RRI Energy Solutions East, LLC (1978); RRI Energy Trading Exchange, Inc. (2320); and RRI Energy Ventures, Inc. (7091). The Debtors' service address is: 804 Carnegie Center, Princeton, New Jersey 08540.

4. The foregoing caption satisfies the requirements set forth in section 342(c)(1) of the Bankruptcy Code.

5. A docket entry, substantially similar to the following, shall be entered on the dockets of each of the Debtors other than GenOn Energy, Inc.:

An order has been entered in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure and Rule 1015-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the Southern District of Texas directing joint administration of the chapter 11 cases of: GenOn Energy, Inc., Case No. 17-33695; GenOn Americas Generation, LLC, Case No. 17-33696; GenOn Americas Procurement, Inc., Case No. 17-33694; GenOn Asset Management, LLC, Case No. 17-33697; GenOn Capital Inc. Case No. 17-33698; GenOn Energy Holdings, Inc., Case No. 17-33699; GenOn Energy Management, LLC, Case No. 17-33700; GenOn Energy Services, LLC, Case No. 17-33701; GenOn Fund 2001 LLC, Case No. 17-33702; GenOn Mid-Atlantic Development, LLC, Case No. 17-33703; GenOn Power Operating Services MidWest, Inc., Case No. 17-33704; GenOn Special Procurement, Inc., Case No. 17-33705; Hudson Valley Gas Corporation, Case No. 17-33706; Mirant Asia-Pacific Ventures, LLC, Case No. 17-33707; Mirant Intellectual Asset Management and Marketing, LLC, Case No. 17-33708; Mirant International Investments, Inc., Case No. 17-33709; Mirant New York Services, LLC, Case No. 17-33710; Mirant Power Purchase, LLC, Case No. 17-33711; Mirant Wrightsville Investments, Inc., Case No. 17-33712; Mirant Wrightsville Management, Inc., Case No. 17-33713; MNA Finance Corp., Case No. 17-33714; NRG Americas, Inc., Case No. 17-33715; NRG Bowline LLC, Case No. 17-33716; NRG California North LLC, Case No. 17-33717; NRG California South GP LLC, Case No. 17-33718; NRG California South LP, Case No. 17-33719; NRG Canal LLC, Case No. 17-33720; NRG Delta LLC, Case No. 17-33721; NRG Florida GP, LLC, Case No. 17-33722; NRG Florida LP, Case No. 17-33723; NRG Lovett Development I LLC, Case No. 17-33724; NRG Lovett LLC, Case No. 17-33725; NRG New York LLC, Case No. 17-33726; NRG North America LLC, Case No. 17-33727; NRG Northeast Generation, Inc., Case No. 17-33728; NRG Northeast Holdings, Inc., Case No. 17-33759; NRG Potrero LLC, Case No. 17-33729; NRG Power Generation Assets LLC, Case No. 17-33730; NRG Power Generation LLC, Case No. 17-33731; NRG Power Midwest GP LLC, Case No. 17-33732; NRG Power Midwest LP, Case No. 17-33733; NRG Sabine (Delaware), Inc., Case No. 17-33734 NRG Sabine

(Texas), Inc., Case No. 17-33735; NRG San Gabriel Power Generation LLC, Case No. 17-33736; NRG Tank Farm LLC, Case No. 17-33737; NRG Wholesale Generation GP LLC, Case No. 17-33738; NRG Wholesale Generation LP, Case No. 17-33739; NRG Willow Pass LLC, Case No. 17-33740; Orion Power New York GP, Inc., Case No. 17-33741; Orion Power New York LP, LLC, Case No. 17-33742; Orion Power New York, L.P., Case No. 17-33743; RRI Energy Broadband, Inc., Case No. 17-33744; RRI Energy Channelview (Delaware) LLC, Case No. 17-33745; RRI Energy Channelview (Texas) LLC, Case No. 17-33746; RRI Energy Channelview LP, Case No. 17-33747; RRI Energy Communications, Inc., Case No. 17-33693; RRI Energy Services Channelview LLC, Case No. 17-33748; RRI Energy Services Desert Basin, LLC, Case No. 17-33749; RRI Energy Services, LLC, Case No. 17-33750; RRI Energy Solutions East, LLC, Case No. 17-33751; RRI Energy Trading Exchange, Inc., Case No. 17-33752; RRI Energy Ventures, Inc., Case No. 17-33753. **All further pleadings and other papers shall be filed in and all further docket entries shall be made in Case No. 17-33695 (DRJ).**

6. The Debtors shall maintain, and the Clerk of the United States Bankruptcy Court for the Southern District of Texas shall keep, one consolidated docket, one file, and one consolidated service list for these chapter 11 cases.

7. Any party in interest may request joint hearings on matters pending in any of these chapter 11 cases.

8. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of these chapter 11 cases and this Order shall be without prejudice to the rights of the Debtors to seek entry of an order substantively consolidating their respective cases.

9. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the requirements of Bankruptcy Rule 6004(a) and the Bankruptcy Local Rules are satisfied by such notice.

10. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

11. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Signed: June 14, 2017.



DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE